

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF TENNESSEE  
WESTERN DIVISION**

---

In re ACCREDO HEALTH, INC.  
SECURITIES LITIGATION

---

This Document Relates To:

ALL ACTIONS

)  
)  
)  
)  
)  
)  
)  
)  
)  
)

Civil Action No. 03-CV-2216-BBD

CLASS ACTION

---

**DEFENDANTS' MOTION IN LIMINE TO EXCLUDE ANY TESTIMONY,  
REFERENCE TO, OR EVIDENCE REGARDING EXPRESS SCRIPTS, INC.**

---

Defendants Accredo Health, Inc. ("Accredo"), David D. Stevens, and Joel R. Kimbrough (collectively, "Defendants"), respectfully move the Court for an Order in limine excluding from evidence at trial any testimony concerning or relying upon, any reference to, and any records and documents produced by third-party Express Scripts, Inc. ("ESI"), regarding the due diligence performed by ESI in connection with its potential acquisition of the SPS Division of Gentiva on the grounds that the evidence is inadmissible as irrelevant under Rule 402 of the Federal Rules of Evidence. Further, to the extent any such evidence may be deemed to be relevant, it is inadmissible under Rule 403 of the Federal Rules of Evidence because any probative value it may have is substantially outweighed by the danger of unfair prejudice, confusion of the issues, or misleading the trier of fact, and/or by considerations of undue delay and waste of time. Defendants rely upon their memorandum contemporaneously filed herewith in support of this Motion.

**WHEREFORE**, Defendants respectfully request that the Court grant its Motion in Limine and exclude the above-referenced evidence and grant any and all further relief as the Court deems just and proper.

Respectfully submitted this 8th day of September, 2008.

s/ Douglas F. Halijan

Jef Feibelman (BPR #7677)

Douglas F. Halijan (BPR # 16718)

BURCH, PORTER & JOHNSON, PLLC

130 North Court Avenue

Memphis, TN 38103

(901) 524-5000

Peter Q. Bassett

Kelly C. Wilcove

Scott N. Sherman

Mark D. Trainer

ALSTON & BIRD LLP

1201 West Peachtree Street

Atlanta, GA 30309-3424

(404) 881-7000

Attorneys for Defendants Accredo Health, Inc.,  
David D. Stevens, and Joel R. Kimbrough.

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a true and correct copy of the foregoing was forwarded *via* the Court's electronic filing system, this 8th day of September, 2008 to:

Tor Gronborg  
Mark Solomon  
Trig R. Smith  
COUGHLIN STOIA GELLER RUDMAN & ROBBINS LLP  
401 B Street, Suite 1700  
San Diego, CA 92101

Timothy A. DeLange  
Blair A. Nicholas  
BERNSTEIN LITOWITZ BERGER & GROSSMANN, LLP  
12544 High Bluff Drive, Suite 150  
San Diego, CA 92130

B.J. Wade  
GLASSMAN EDWARDS WADE & WYATT, P.C.  
26 N. Second Street Building  
Memphis, TN 38103

s/ Douglas F. Halijan